

INTERAIL, INC.
A SUBSIDIARY OF
GARVEY INTERNATIONAL INC.



0-106A010

RECORDATION NO. 108741-A Form 1425

APR 15 1980 9:14 AM

INTERSTATE COMMERCE COMMISSION

Date APR 15 1980

Fee \$ 10.00

ICC Washington, D. C.

April 3, 1980

Secretary of the Interstate
Commerce Commission
Twelfth & Constitution Ave. N.W.
Washington D.C. 20423

RE: Interail, Inc. (formerly Rail, Inc.)
Continental Illinois national
Bank and trust Company
supplement Number 1 to Security
Agreement dated October 1, 1979.

Dear Sir:

Enclosed for recording with your office pursuant to 49 USCA 11303 and
CFR Part 1116 is the original and two counterparts of the above Supplement
Number 1 to the Security Agreement. Also enclosed is a check in the
amount of \$10.00 to cover the recording fee.

Please return the original to our office after recording.

Sincerely yours

John M. Eber

Vice President of Administration

JME/dao
encls.

RECEIVED
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I.C.C.
FEE OPERATION BR.

Interstate Commerce Commission
Washington, D.C. 20423

4/22/80

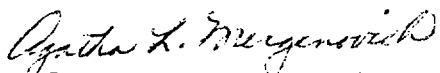
OFFICE OF THE SECRETARY

John M. Eber, VP/
Interail, Inc.
327 S. LaSalle St, Suite 1145
Chicago, Illinois 60604

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/15/80 at 9:40am, and assigned re-recording number(s). 10374-A

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO. 10874- A Filed 1425

APR 15 1980 - 9 40 AM

INTERSTATE COMMERCE COMMISSION

Supplement Number 1 to Security Agreement dated as of October 1, 1979 (The "Security Agreement") from Interail, Inc. (formerly Rail, Inc.) a Kansas corporation (The "Debtor"), whose post office address is 141 West Jackson Blvd., Chicago, Illinois 60604, to Continental Illinois National Bank and Trust Company of Chicago (The "Secured Party"), whose post office address is 231 South LaSalle Street, Chicago, Illinois 60693, Attention: Loan Division.

The Security Agreement was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on October 10, 1979, at 3:00 p.m. and was assigned recordation number 10874. The attached supplemental Schedule of Equipment and Schedule of Leases are hereby added to the Security Agreement and made a part thereof.

IN WITNESS WHEREOF, the Debtor has caused this Supplement Number 1 to the Security Agreement to be executed and the Secured Party has caused this Supplement Number 1 to the Security Agreement to be executed on its behalf by one of its Vice Presidents and its corporate seal to be hereunto affixed, and said seal and this Supplement Number 1 to the Security Agreement to be attested by one of its Assistant Secretaries, all as of the 6th day of Feb, 19 80.

INTERAIL, INC.

(Seal)

By Bobby White
President

ATTEST:

DEBTOR

[Signature]
Secretary

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

(Seal)

By [Signature]
Vice President

ATTEST:


SECURED PARTY

[Signature]
~~Trust Officer~~

OPERATIONS OFFICER

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On this 6th day of ~~January~~ February, 1980, before me personally appeared Bob M. White and Robert Kuerten, to me personally known, who being by me duly sworn, did say that they are the President and Secretary, respectively, of Interail, Inc., formerly Rail, Inc. and that the foregoing instrument was signed and sealed by them in the respective capacities therein set forth on behalf of said corporation by authority of its board of directors; and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

My Appointment Expires: My Commission Expires April 25, 1982

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On this _____ day of January, 1980, before me appeared _____ and _____, to me personally known, who being by me duly sworn, did say that they are the Vice President and Trust Officer, respectively, of Continental Illinois National Bank and Trust Company of Chicago, and that the foregoing instrument was signed and sealed on behalf of said bank in the capacity therein set forth and is the free act and deed of said bank.

Notary Public

My Appointment Expires:

DEBTOR: Interail, Inc.-(formerly Rail, Inc.)

SECURED PARTY: Continental Illinois National Bank and Trust
Company of Chicago Under a Security Agreement
Dated as of October 1, 1979 Between Debtor
and Secured Party

SCHEDULE A TO UCC-1 FINANCING STATEMENT

<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>IDENTIFYING NUMBER</u>
New 4,780 Cubic Foot 100 ton covered hopper cars manufactured by Evans Transportation Co.	10	LOAM 99140-99149

DEBTOR: Interail, Inc. (formerly Rail, Inc.)

SECURED PARTY: Continental Illinois National Bank & Trust
Company of Chicago Under a Security Agreement
Dated as of October 1, 1979 Between Debtor
And Secured Party

SCHEDULE B TO UCC-1 FINANCING STATEMENT

SCHEDULE OF LEASES

Lessee:	J. Lynch and Company, Inc.
Agreement Date:	December 1, 1979
Term:	4 years and 11 months
Delivery Date:	January 1980
Rental:	Mileage and Per Diem/Railroad Markings

Covering 10 100 ton covered hopper cars- Debtor Identification
Numbers: 99140-99149